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Counsel to the Debtors and
 Debtors in Possession

IN THE UNITED STATES BANKRUPTCY COURT
 FOR THE EASTERN DISTRICT OF VIRGINIA
 RICHMOND DIVISION

- - - - - x
 In re: : Chapter 11
 :
 CIRCUIT CITY STORES, INC., : 1Case No. 08-35653 (KRH)
et al., :
 :
 Debtors. : Jointly Administered
 - - - - - x

**ORDER GRANTING SEVENTH INTERIM FEE
 APPLICATION OF ERNST & YOUNG LLP AS ACCOUNTING
 AND TAX CONSULTANTS FOR THE DEBTORS FOR THE
PERIOD BEGINNING MAY 1, 2010 THROUGH JULY 31, 2010**

Upon consideration of the Seventh Interim Fee
 Application of Ernst & Young LLP as Accounting and Tax
 Consultants for the Debtors for the Period Beginning May 1,
 2010 through July 31, 2010 (the "Application"); and the
 Court having reviewed the Application and the Court having

determined that the relief requested in the Application is necessary and appropriate; and it appearing that proper and adequate notice of the Application has been given and that no other or further notice is necessary; and upon the record herein; and after due deliberation thereon; and good and sufficient cause appearing therefore, it is hereby

ORDERED, ADJUDGED, AND DECREED that:

1. The Application meets the requirements of the Bankruptcy Code and the compensation and reimbursement of expenses sought in the Application is both fair and reasonable.

2. The Application is hereby approved in its entirety, and compensation for the Application Period in the total amount of \$83,120.46 is hereby approved, and the Debtors are hereby authorized and directed to pay Ernst & Young LLP the unpaid portion of such compensation.

3. This Court will retain jurisdiction with respect to any dispute concerning the relief granted hereunder.

Dated: Richmond, Virginia

_____, 2010

UNITED STATES BANKRUPTCY JUDGE

WE ASK FOR THIS:

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/s/ Douglas M. Foley
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Counsel to the Debtors and Debtors in Possession

CERTIFICATION OF ENDORSEMENT UNDER LOCAL RULE 9022-1(C)

Pursuant to Local Bankruptcy Rule 9022-1(C), I hereby certify that the foregoing proposed order has been endorsed by or served upon all necessary parties.

/s/ Douglas M. Foley_____

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